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WINTRUST FINANCIAL CORP

Form 13F-HR

May 14, 2004

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D. C. 20549

FORM 13F

FORM 13F COVER PAGE

Report for Calendar Year or Quarter ended: March 31, 2004

Check here if Amendment () ; Amendment Number:
This Amendment (Check only one.) () is a restatement.
() adds new holdings entries.

Institutional Investment Manager Filing this Report:

Name: Wintrust Financial Corp.
Address: 727 North Bank Lane
Lake Forest, IL 60045

13F file number: 028-10582

The institutional investment manager filing this report and the person by whom it is signed hereby represent that the person signing the report is authorized to submit it, that all information contained herein is true, correct and complete, and that it is understood that all required items, statements, schedules, lists, and tables, are considered integral parts of this form.

Person Signing this Report on Behalf of Reporting Manager:

Name: James F. Duca
Title: Executive Vice President
Phone: 1-800-621-4477
Signature, Place and Date of Signing:

/S/ James F. Duca Lake Forest, IL May 13, 2004

Report Type (Check only one.):

() 13F HOLDINGS REPORT.
() 13F NOTICE.
(x) 13F COMBINATION REPORT

List of other Managers Reporting for this Manager: Wayne Hummer Asset Mgmt Co
Wayne Hummer Trust Company

FORM 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers: 2

Form 13F Information Table Entry Total: 445

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Form 13F Information Table Value Total: \$840,421,000

List of Other Included Managers: Wayne Hummer Asset Management Company
Wayne Hummer Trust Company

NAME OF ISSUER	TITLE OF CLASS	CUSIP	FORM 13F INFORMATION TABLE					
			VALUE (x\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O MA
3M CO	com	88579Y101	2020	24673	SH	SOLE		
			4173	50965	SH	DEFINED	01	
ABBOTT LABORATORIES	com	002824100	41	500	SH	OTHER	01	
			3520	85650	SH	SOLE		
AFLAC	com	001055102	2128	51780	SH	DEFINED	01	
			99	2400	SH	OTHER	01	
ALBERTO CULVER CO CL B CONV	com	013068101	602	15006	SH	SOLE		
			2908	72444	SH	DEFINED	01	
ALLERGAN INC	com	018490102	24	600	SH	OTHER	01	
			755	17204	SH	DEFINED	01	
ALLTEL	com	020039103	278	3300	SH	SOLE		
			733	14700	SH	SOLE		
ALTRIA GROUP INC F/K/A PHILLIP	com	02209S103	1854	37167	SH	DEFINED	01	
			238	4375	SH	SOLE		
AMBAC FINANCIAL GROUP	com	023139108	395	7263	SH	DEFINED	01	
			730	9890	SH	SOLE		
AMERICAN EXPRESS	com	025816109	1297	17585	SH	DEFINED	01	
			26	350	SH	OTHER	01	
AMERICAN INTERNATIONAL GROUP I	com	026874107	1598	30819	SH	SOLE		
			2102	40536	SH	DEFINED	01	
AMERICAN ITALIAN PASTA CO CL A	com	027070101	16	300	SH	OTHER	01	
			4394	61580	SH	SOLE		
AMERIGAS PARTNERS LP	com	030975106	6330	88715	SH	DEFINED	01	
			56	789	SH	OTHER	01	
AMERISOURCEBERGEN CORP	com	03073E105	256	6410	SH	SOLE		
			1266	31695	SH	DEFINED	01	
AMGEN INC	com	031162100	9	300	SH	SOLE		
			208	6950	SH	DEFINED		
ANALOG DEVICES	com	032654105	550	10063	SH	SOLE		
			906	16565	SH	DEFINED	01	
ANHEUSER BUSCH	com	035229103	8	150	SH	OTHER	01	
			1965	33800	SH	SOLE		
APACHE	com	037411105	3617	62196	SH	DEFINED	01	
			32	550	SH	OTHER	01	
APOGENT TECH INC	com	03760A101	694	14460	SH	SOLE		
			17	355	SH	DEFINED		
APPLIED MATERIALS	com	038222105	253	4965	SH	SOLE		
			458	8979	SH	DEFINED	01	
AUTOMATIC DATA PROCESSING	com	053015103	1092	25298	SH	SOLE		
			2445	56637	SH	DEFINED	01	
AVERY DENNISON	com	053611109	10996	358405	SH	DEFINED	01	
			653	30600	SH	SOLE		
BALL CORP	com	058498106	16586	777603	SH	DEFINED	01	
			40	950	SH	SOLE		
BANK OF AMERICA	com	060505104	616	14675	SH	DEFINED	01	
			533	8560	SH	SOLE		
			15609	250914	SH	DEFINED	01	
			708	10450	SH	DEFINED	01	
			146	1799	SH	SOLE		

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			969	11962	SH	DEFINED	01
BANK ONE	com	06423A103	386	7077	SH	SOLE	
			484	8882	SH	DEFINED	01
BARD (C.R.) INC	com	067383109	394	4035	SH	DEFINED	01
BAXTER INTERNATIONAL INC	com	071813109	257	8331	SH	SOLE	
			212	6875	SH	DEFINED	01
BELLSOUTH	com	079860102	334	12071	SH	SOLE	
			1090	39357	SH	DEFINED	01
BERKSHIRE HATHAWAY INC CL B	com		1425	458	SH	SOLE	
			168	54	SH	DEFINED	01
BIOMET	com	090613100	6689	174380	SH	DEFINED	01
			12	300	SH	OTHER	01
BJ SERVICES COMPANY	com	055482103	7340	169630	SH	DEFINED	01
BORDERS GROUP INC	com	099709107	11349	478035	SH	DEFINED	01
BP PLC	sponsored adr	055622104	1772	34606	SH	SOLE	
			2687	52478	SH	DEFINED	01
			108	2116	SH	OTHER	01
BRISTOL MYERS SQUIBB	com	110122108	992	40921	SH	SOLE	
			569	23492	SH	DEFINED	01
			24	1000	SH	OTHER	01
BURLINGTON RESOURCES	com	122014103	1731	27200	SH	DEFINED	01
CAPITAL ONE FINANCIAL	com	14040H105	11361	150610	SH	DEFINED	01
CARBO CERAMICS INC	com	140781105	1600	25415	SH	DEFINED	01
CARDINAL HEALTH	com	14149Y108	675	9800	SH	SOLE	
			16365	237519	SH	DEFINED	01
CAREMARK RX INC.	com	141705103	273	8200	SH	SOLE	
			33	1000	SH	DEFINED	01
CATERPILLAR TRACTOR CO	com	149123101	199	2520	SH	SOLE	
			121	1527	SH	DEFINED	01
CENTURYTEL	com	156700106	469	17075	SH	SOLE	
			1802	65539	SH	DEFINED	01
			6	225	SH	OTHER	01
CHARLES SCHWAB CORP NEW	com	808513105	203	17500	SH	DEFINED	01
CHARTER ONE FINANCIAL	com	160903100	1302	36810	SH	SOLE	
			64	1800	SH	DEFINED	01
CHEVRONTEXACO	com	166764100	1765	20108	SH	SOLE	
			1832	20869	SH	DEFINED	01
			18	200	SH	OTHER	01
CINCINNATI FINANCIAL CORP	com	172062101	1035	23825	SH	SOLE	
			7222	166223	SH	DEFINED	01
CINTAS	com	172908105	387	8900	SH	SOLE	
			11107	255400	SH	DEFINED	01
			4	100	SH	OTHER	01
CISCO SYSTEMS	com	17275R102	2174	92224	SH	SOLE	
			6154	261089	SH	DEFINED	01
			14	600	SH	OTHER	01
CITIGROUP	com	172967101	5634	108967	SH	SOLE	
			8164	157903	SH	DEFINED	01
			22	433	SH	OTHER	01
CLEAR CHANNEL COMMUNICATIONS	com	184502102	1382	32635	SH	SOLE	
			1559	36804	SH	DEFINED	01
			13	300	SH	OTHER	01
CLOROX	com	189054109	7998	163517	SH	DEFINED	01
COCA COLA	com	191216100	172	3416	SH	SOLE	
			1777	35330	SH	DEFINED	01
			25	500	SH	OTHER	01
COLGATE PALMOLIVE	com	194162103	427	7750	SH	SOLE	
			2224	40367	SH	DEFINED	01
COMCAST CORP NEW CL A	com	20030N101	832	28947	SH	SOLE	
			63	2182	SH	DEFINED	01
CONAGRA	com	205887102	207	7685	SH	DEFINED	01
CONOCOPHILLIPS	com	20825C104	1119	16032	SH	SOLE	

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			2441	34968	SH	DEFINED	01
			10	140	SH	OTHER	01
COOPER COMPANIES INC	com	216648402	779	14428	SH	SOLE	
			16027	296790	SH	DEFINED	01
CORUS BANKSHARES INC	com	220873103	338	8400	SH	SOLE	
CUNO INC	com	126583103	642	14310	SH	DEFINED	01
CVS	com	126650100	9248	261980	SH	DEFINED	01
DATASCOPE CORP.	com	238113104	1054	30000	SH	DEFINED	01
DELL INC	com	24702R101	1553	46188	SH	SOLE	
			2554	75961	SH	DEFINED	01
			13	400	SH	OTHER	01
DEVRY	com	251893103	280	9300	SH	SOLE	
			9171	304190	SH	DEFINED	01
DIEBOLD	com	253651103	280	5818	SH	SOLE	
			30	625	SH	DEFINED	01
DISNEY (WALT) COMPANY	com	254687106	509	20382	SH	SOLE	
			300	12002	SH	DEFINED	01
DNP SELECT INCOME FD INC	com	23325P104	2657	233094	SH	SOLE	
			1011	88718	SH	DEFINED	01
			11	1000	SH	OTHER	01
DOW CHEMICAL CO	com	260543103	639	15861	SH	SOLE	
			546	13563	SH	DEFINED	01
DUKE POWER	com	264399106	181	8013	SH	SOLE	
			130	5768	SH	DEFINED	01
E I DUPONT DE NEMOURS & CO	com	263534109	224	5304	SH	SOLE	
			558	13211	SH	DEFINED	01
E.W. SCRIPPS CO (THE)	com	811054204	422	4175	SH	SOLE	
			1411	13960	SH	DEFINED	01
EBAY INC	com	278642103	234	3371	SH	DEFINED	01
ECOLAB	com	278865100	726	25445	SH	SOLE	
			1864	65341	SH	DEFINED	01
			11	400	SH	OTHER	01
ELECTRONIC ARTS INC	com	285512109	210	3900	SH	DEFINED	01
ELI LILLY & CO	com	532457108	940	14053	SH	SOLE	
			2295	34309	SH	DEFINED	01
			7	100	SH	OTHER	01
EMERSON ELECTRIC	com	291011104	453	7566	SH	SOLE	
			804	13415	SH	DEFINED	01
ENSCO INTERNATIONAL	com	26874Q100	498	17680	SH	SOLE	
			6	215	SH	DEFINED	
EXELON CORP	com	30161N101	516	7489	SH	SOLE	
			557	8087	SH	DEFINED	01
EXXON MOBIL CORP	com	30231G102	5095	122517	SH	SOLE	
			9484	228038	SH	DEFINED	01
			80	1920	SH	OTHER	01
FANNIE MAE	com	313586109	1658	22300	SH	SOLE	
			374	5031	SH	DEFINED	01
FASTENAL CO.	com	311900104	17569	327230	SH	DEFINED	01
FEDEX	com	31428X106	693	9217	SH	SOLE	
			2703	35965	SH	DEFINED	01
			38	500	SH	OTHER	01
FIFTH THIRD BANCORP	com	316773100	273	4922	SH	SOLE	
			299	5403	SH	DEFINED	01
FIRST MIDWEST BANCORP INC-DEL	com	320867104	221	6459	SH	DEFINED	
FISERV	com	337738108	912	25500	SH	SOLE	
			10172	284365	SH	DEFINED	01
FLEETBOSTON FINL CORP	com	339030108	405	9011	SH	SOLE	
			103	2300	SH	DEFINED	
FLEXTRONICS INT'L	com	Y2573F102	338	19780	SH	SOLE	
			44	2600	SH	DEFINED	
FORTUNE BRANDS INC	com	349631101	234	3054	SH	DEFINED	01
FPL GROUP	com	302571104	1531	22908	SH	SOLE	

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			1993	29811	SH	DEFINED	01
			20	300	SH	OTHER	01
FREDDIE MAC	com	313400301	481	8150	SH	SOLE	
			1558	26374	SH	DEFINED	01
			9	150	SH	OTHER	01
GANNETT	com	364730101	133	1507	SH	SOLE	
			1706	19350	SH	DEFINED	01
GAP	com	364760108	2953	134723	SH	DEFINED	01
GENENTECH	com	368710406	181	1710	SH	SOLE	
			67	630	SH	DEFINED	
GENERAL DYNAMICS	com	369550108	974	10903	SH	SOLE	
			50	556	SH	DEFINED	
GENERAL ELECTRIC CO	com	369604103	5439	178219	SH	SOLE	
			12571	411880	SH	DEFINED	01
			73	2400	SH	OTHER	01
GENERAL MILLS	com	370334104	455	9738	SH	SOLE	
			185	3957	SH	DEFINED	01
GENTEX CORP	com	371901109	2507	57795	SH	DEFINED	01
GENZYME GENERAL	com	372917104	383	8135	SH	SOLE	
			39	825	SH	DEFINED	01
GILLETTE CO	com	375766102	131	3352	SH	SOLE	
			440	11246	SH	DEFINED	01
			12	300	SH	OTHER	01
GOLDMAN SACHS GROUP INC	com	38141g104	1043	10000	SH	DEFINED	01
GUIDANT CORP	com	401698105	203	3200	SH	SOLE	
			7748	122270	SH	DEFINED	01
H & R BLOCK	com	093671105	13273	260100	SH	DEFINED	01
HARLEY DAVIDSON	com	412822108	1023	19180	SH	SOLE	
			3018	56573	SH	DEFINED	01
			27	500	SH	OTHER	01
HEALTH MANAGEMENT ASSOCIATES	com	421933102	366	15750	SH	SOLE	
			13116	565110	SH	DEFINED	01
HEWLETT PACKARD	com	428236103	501	21930	SH	SOLE	
			223	9779	SH	DEFINED	01
			5	200	SH	OTHER	01
HOME DEPOT	com	437076102	2037	54533	SH	SOLE	
			4616	123543	SH	DEFINED	01
			33	875	SH	OTHER	01
HONEYWELL INTERNATIONAL	com	438516106	477	14105	SH	SOLE	
			40	1196	SH	DEFINED	01
IDEX CORP	com	45167R104	5922	136200	SH	DEFINED	01
ILLINOIS TOOL WORKS	com	452308109	359	4525	SH	SOLE	
			9802	123712	SH	DEFINED	01
INTEL	com	458140100	2034	74791	SH	SOLE	
			6627	243626	SH	DEFINED	01
			30	1100	SH	OTHER	01
INTERNATIONAL BUSINESS MACHINE	com	459200101	2405	26186	SH	SOLE	
			4463	48596	SH	DEFINED	01
			46	500	SH	OTHER	01
INTERPUBLIC GROUP OF COS INC.	com	460690100	5696	370330	SH	DEFINED	01
JABIL CIRCUIT INC	com		312	10600	SH	SOLE	
JOHNSON & JOHNSON	com	478160104	1891	37288	SH	SOLE	
			5550	109429	SH	DEFINED	01
			63	1250	SH	OTHER	01
JP MORGAN CHASE	com	46625H100	1381	32919	SH	SOLE	
			338	8063	SH	DEFINED	01
KIMBERLY CLARK	com	494368103	267	4239	SH	SOLE	
			453	7185	SH	DEFINED	01
KOHL'S CORP	com	500255104	1007	20828	SH	SOLE	
			5686	117657	SH	DEFINED	01
			12	250	SH	OTHER	01
KRONOS INC	com	501052104	11512	353888	SH	DEFINED	01

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LA-Z-BOY INC	com	505336107	6611	303820	SH	DEFINED	01
LANDSTAR SYSTEMS INC	com	515098101	594	14520	SH	DEFINED	01
LEHMAN BROTHERS HOLDINGS INC	com	524908100	377	4550	SH	SOLE	
			64	770	SH	DEFINED	01
LEXMARK INTERNATIONAL	com	529771107	792	8605	SH	SOLE	
			2099	22810	SH	DEFINED	01
LIBERTY MEDIA SER A	com	530718105	10	924	SH	SOLE	
			191	17416	SH	DEFINED	01
LOCKHEED MARTIN	com	539830109	260	5700	SH	SOLE	
			2487	54500	SH	DEFINED	01
LOWES COMPANIES	com	548661107	836	14895	SH	SOLE	
			1735	30913	SH	DEFINED	01
LUCENT TECHNOLOGIES INC	com	549463107	57	13950	SH	DEFINED	01
MARATHON OIL CORP	com	565849106	212	6306	SH	SOLE	
MARSHALL & ILSLEY CORP	com	571834100	265	7000	SH	DEFINED	01
MASCO CORP	com	574599106	390	12815	SH	SOLE	
MBNA	com	55262L100	3032	109723	SH	SOLE	
			3349	121199	SH	DEFINED	01
			83	3012	SH	OTHER	01
MCCORMICK & CO INC	com	579780206	566	16900	SH	SOLE	
			13566	404728	SH	DEFINED	01
			7	200	SH	OTHER	01
MCDONALDS CORP	com	580135101	123	4315	SH	SOLE	
			177	6200	SH	DEFINED	01
MCGRAW-HILL COMPANIES	com	580645109	390	5120	SH	SOLE	
			145	1905	SH	DEFINED	01
MEDTRONIC INC	com	585055106	1689	35367	SH	SOLE	
			2326	48716	SH	DEFINED	01
			33	700	SH	OTHER	01
MELLON FINANCIAL	com	58551A108	673	21515	SH	SOLE	
			2193	70072	SH	DEFINED	01
			16	500	SH	OTHER	01
MERCK & CO INC	com	589331107	1097	24819	SH	SOLE	
			1723	38980	SH	DEFINED	01
			53	1200	SH	OTHER	01
MERCURY GENL CORP NEW	com	589400100	796	15950	SH	SOLE	
MERRILL LYNCH & CO	com	590188108	428	7178	SH	SOLE	
			52	868	SH	DEFINED	
MICROSOFT	com	594918104	3265	130947	SH	SOLE	
			5912	237154	SH	DEFINED	01
			37	1500	SH	OTHER	01
MINERALS TECHNOLOGIES INC	com	603158106	308	5400	SH	DEFINED	01
MOLEX INC-CL A	com	608554200	648	24870	SH	SOLE	
			7911	303815	SH	DEFINED	01
			13	500	SH	OTHER	01
MOLEX INC.	com	608554101	455	14982	SH	SOLE	
			18	585	SH	DEFINED	
NATIONAL INSTRUMENTS CORP	com	636518102	2351	74740	SH	DEFINED	01
NESTLE SA ADR	sponsored adr	641069406	331	5200	SH	DEFINED	01
			6	100	SH	OTHER	01
NEWELL RUBBERMAID	com	651229106	2088	90000	SH	DEFINED	01
NICOR INC	com	654086107	476	13503	SH	DEFINED	01
NIKE, INC CL B	com	654106103	417	5350	SH	SOLE	
NISOURCE	com	65473P105	502	23608	SH	SOLE	
			42	2000	SH	DEFINED	
NOBLE DRILLING CORP	com	655042109	394	10250	SH	SOLE	
NOKIA CORP ADR	com	654902204	439	21646	SH	SOLE	
			1809	89191	SH	DEFINED	01
			18	900	SH	OTHER	01
NORTHERN STATES FINANCIAL CORP	com	665751103	349	13000	SH	SOLE	
NORTHERN TRUST	com	665859104	648	13905	SH	SOLE	
			8905	191125	SH	DEFINED	01

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			9	200 SH	OTHER	01
OLD REPUBLIC INTERNATIONAL	com	680223104	445	18125 SH	SOLE	
			10894	443557 SH	DEFINED	01
ORACLE	com	68389X105	481	40083 SH	SOLE	
			598	49825 SH	DEFINED	01
PACTIV CORP	com	695257105	792	35590 SH	SOLE	
			10421	468380 SH	DEFINED	01
			18	800 SH	OTHER	01
PATTERSON DENTAL CO	com	703412106	890	12985 SH	SOLE	
			20595	300570 SH	DEFINED	01
PAYCHEX, INC	com	704326107	1298	36471 SH	DEFINED	01
PEPSICO	com	713448108	4195	77903 SH	SOLE	
			7585	140849 SH	DEFINED	01
			32	600 SH	OTHER	01
PERFORMANCE FOOD GROUP	com	713755106	386	11225 SH	SOLE	
			105	3050 SH	DEFINED	01
PFIZER	com	717081103	5795	165323 SH	SOLE	
			8159	232786 SH	DEFINED	01
			74	2100 SH	OTHER	01
PHOTRONIC INC	com	719405102	7292	411980 SH	DEFINED	01
PROCTOR & GAMBLE	com	742718109	770	7342 SH	SOLE	
			1895	18072 SH	DEFINED	01
			31	300 SH	OTHER	01
PROGRESSIVE CORP OHIO	com	743315103	263	3000 SH	SOLE	
QUALCOMM	com	747525103	1153	17387 SH	SOLE	
			23823	359370 SH	DEFINED	01
QUEST DIAGNOSTICS	com	74834L100	1343	16212 SH	SOLE	
			1529	18459 SH	DEFINED	01
			21	250 SH	OTHER	01
REGAL-BELOIT CORP.	com	758750103	4026	201500 SH	DEFINED	01
ROYAL CARIBBEAN CRUISES LTD	com	V7780T103	13496	306036 SH	DEFINED	01
ROYAL DUTCH PETROLEUM	ny reg eur	780257804	918	19287 SH	SOLE	
			667	14019 SH	DEFINED	01
			76	1600 SH	OTHER	01
RPM INTL CORP	com	749685103	8047	486547 SH	DEFINED	01
SBC COMMUNICATIONS	com	78387G103	1276	52008 SH	SOLE	
			2351	95820 SH	DEFINED	01
			7	300 SH	OTHER	01
SCHERING PLOUGH	com	806605101	398	24520 SH	SOLE	
			32	2000 SH	DEFINED	01
SCHLUMBERGER	com	806857108	272	4260 SH	SOLE	
			1163	18220 SH	DEFINED	01
			6	100 SH	OTHER	01
SERVICEMASTER CO	com	81760N109	191	15913 SH	SOLE	
			6	500 SH	DEFINED	
SHUFFLE MASTER INC	com	825549108	310	10000 SH	SOLE	
SMURFIT-STONE CONTAINER	com	832727101	381	21700 SH	SOLE	
SONOCO PRODUCTS	com	835495102	5742	236500 SH	DEFINED	01
SOUTHERN COMPANY	com	842587107	639	20938 SH	SOLE	
			358	11730 SH	DEFINED	01
SOUTHWEST BANCORPORATION OF TE	com	84476r109	302	8000 SH	DEFINED	
ST PAUL COS INC VTG	com	792860108	662	16550 SH	SOLE	
STARBUCKS CORP	com	855244109	634	16732 SH	SOLE	
			3092	81645 SH	DEFINED	01
			19	500 SH	OTHER	01
STATE STREET	com	857477103	273	5240 SH	DEFINED	01
STERICYCLE	com	858912108	801	16735 SH	DEFINED	01
STERIS CORP	com	859152100	1548	60000 SH	DEFINED	01
STRYKER	com	863667101	1276	14418 SH	SOLE	
			3003	33919 SH	DEFINED	01
			18	200 SH	OTHER	01
SUN MICROSYSTEMS	com	866810104	19	4535 SH	SOLE	

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			58	13957	SH	DEFINED	01
SUNGARD DATA SYSTEMS	com	867363103	885	32315	SH	SOLE	
			2228	81297	SH	DEFINED	01
			8	300	SH	OTHER	01
SYSCO	com	871829107	673	17228	SH	SOLE	
			1991	50975	SH	DEFINED	01
TARGET	com	87612E106	2039	45273	SH	SOLE	
			2109	46832	SH	DEFINED	01
			5	100	SH	OTHER	01
TCF FINANCIAL CORP	com	872275102	211	4140	SH	SOLE	
			10115	198070	SH	DEFINED	01
TEXAS INSTRUMENTS	com	882508104	197	6745	SH	SOLE	
			98	3350	SH	DEFINED	01
TEXTRON	com	883203101	614	11550	SH	SOLE	
			58	1100	SH	DEFINED	01
THERMO TECH TECHNOLOGIES INC	com		0	65140	SH	SOLE	
TIME WARNER INC NEW	com	887317105	306	18177	SH	SOLE	
			643	38142	SH	DEFINED	01
TRAVELERS PROPERTY CASUALTY CO	com	89420G406	254	14702	SH	SOLE	
			4	222	SH	DEFINED	01
TRIBUNE	com	896047107	1609	31902	SH	SOLE	
			2609	51718	SH	DEFINED	01
			44	870	SH	OTHER	01
UCBH HOLDINGS	com	90262T308	288	7200	SH	DEFINED	
UNILEVER PLC - SPONSORED ADR	com	904767704	243	6037	SH	DEFINED	01
UNITED HEALTHCARE CORP	com	91324P102	1308	20305	SH	SOLE	
			209	3240	SH	DEFINED	01
UNITED PARCEL SERVICE	com	911312106	384	5494	SH	SOLE	
			411	5886	SH	DEFINED	01
UNITED TECHNOLOGIES	com	913017109	1573	18223	SH	SOLE	
			716	8295	SH	DEFINED	01
US BANCORP	com	902973304	1725	62370	SH	SOLE	
			1307	47287	SH	DEFINED	01
VARIAN MEDICAL SYSTEMS INC	com	922204102	384	4450	SH	SOLE	
			23	265	SH	DEFINED	01
VERITAS SOFTWARE	com	923436109	214	7940	SH	SOLE	
			697	25897	SH	DEFINED	01
			8	300	SH	OTHER	01
VERIZON COMMUNICATIONS	com	92343V104	427	11675	SH	SOLE	
			1640	44886	SH	DEFINED	01
			82	2236	SH	OTHER	01
VIACOM CL B	com	925524308	676	17232	SH	SOLE	
			538	13731	SH	DEFINED	01
WAL-MART STORES	com	931142103	3167	53062	SH	SOLE	
			5599	93793	SH	DEFINED	01
			30	500	SH	OTHER	01
WALGREEN	com	931422109	3722	112957	SH	SOLE	
			6050	183606	SH	DEFINED	01
			20	600	SH	OTHER	01
WASHINGTON MUTUAL	com	939322103	919	21525	SH	SOLE	
			1619	37910	SH	DEFINED	01
			15	350	SH	OTHER	01
WASHINGTON POST CO CLASS B	com	939640108	354	400	SH	DEFINED	01
WELLS FARGO	com	949746101	2202	38860	SH	SOLE	
			5370	94752	SH	DEFINED	01
			34	600	SH	OTHER	01
WESTERN WIRELESS CORP - CLASS	com	95988e204	2538	108600	SH	DEFINED	01
WEYERHAEUSER CO	com	962166104	580	8850	SH	DEFINED	01
WGL HOLDINGS INC	com	92924f106	399	13266	SH	DEFINED	01
WHOLE FOOD MARKET INC	com	966837106	965	12878	SH	SOLE	
			4463	59545	SH	DEFINED	01
			34	450	SH	OTHER	01

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WINTRUST FINANCIAL	com	97650W108	4155	85439	SH	SOLE
			1193	24523	SH	DEFINED 01
WYETH	com	983024100	1347	35873	SH	SOLE
			3527	93940	SH	DEFINED 01
XL CAPITAL LTD CL A	com	G98255105	228	3000	SH	SOLE
XYBERNAUT CORP	com	984149104	12	10000	SH	DEFINED
ZEBRA TECHNOLOGIES CORP CL A	com	989207105	279	4025	SH	SOLE
			817	11784	SH	DEFINED 01
ZIMMER HOLDINGS	com	98956P102	691	9359	SH	SOLE
			62	845	SH	DEFINED 01
ISHARES RUSSELL 1000 VALUE FUN	com	464287598	1007	16808	SH	DEFINED 01
ISHARES RUSSELL 2000 VALUE IND	com	464287630	274	2327	SH	DEFINED 01
ISHARES RUSSELL 3000 INDEX FD	com	464287689	515	8030	SH	DEFINED 01
			446	6945	SH	OTHER 01
ISHARES RUSSELL MID-CAP VALUE	com	464287499	822	8410	SH	DEFINED 01
ISHARES TR FUNDS-SMALL CAP 600	com	464287887	414	4422	SH	DEFINED 01
ISHARES TR FUNDS-SMALL CAP 600	com	464287879	429	4011	SH	DEFINED 01
ISHARES TR MSCI EAFE INDEX FD	com	464287465	783	5529	SH	DEFINED 01
ISHARES TR-S&P MIDCAP 400 INDE	com	464287507	585	4835	SH	DEFINED 01
ISHARES TR-S&P SMALLCAP 600 IN	com	464287804	374	2625	SH	DEFINED 01
ISHARES TRUST S&P MIDCAP 400/B	com	464287705	873	7551	SH	DEFINED 01
ISHARES TRUST S&P MIDCAPY 400/	com	464287606	516	4162	SH	DEFINED 01
S&P DEPOSITORY RECEIPTS-SPDR	com	78462F103	353	3120	SH	DEFINED 01
			183	1620	SH	OTHER 01